

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

MIDDLE DISTRICT OF FLORIDA

Case number (if known)

Chapter

**11**☐ Check if this an amended filing

## Official Form 201

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name **Just One More Restaurant Corp.**

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) **13-0895070**

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

**8955 Fontana Del Sol Way, 2nd Floor  
Naples, FL 34109**

Number, Street, City, State & ZIP Code

P.O. Box, Number, Street, City, State & ZIP Code

**Collier**

County

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL)

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify:

Debtor **Just One More Restaurant Corp.**  
Name

Case number (if known)

**7. Describe debtor's business****A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

**B. Check all that apply**

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

**C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.**  
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

**7225****8. Under which chapter of the Bankruptcy Code is the debtor filing?****Check one:**

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. **Check all that apply:**

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**☒ No.☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**☐ No☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	<b>Just One More Holding Corp.</b>	Relationship	<b>Affiliate</b>
District	<b>Middle District of Florida</b>	When	_____
		Case number, if known	_____

Debtor **Just One More Restaurant Corp.**  
Name

Case number (if known)

**11. Why is the case filed in this district?***Check all that apply:*

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention?** (*Check all that apply.*)☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? \_\_\_\_\_

☐ It needs to be physically secured or protected from the weather.☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).☐ Other \_\_\_\_\_**Where is the property?** \_\_\_\_\_

Number, Street, City, State &amp; ZIP Code

**Is the property insured?**☐ No☐ Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

**Statistical and administrative information****13. Debtor's estimation of available funds***Check one:*

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

**14. Estimated number of creditors**☒ 1-49☐ 50-99☐ 100-199☐ 200-999☐ 1,000-5,000☐ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000**15. Estimated Assets**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☒ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion**16. Estimated liabilities**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☒ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

Debtor **Just One More Restaurant Corp.**  
Name

Case number (if known)

**Request for Relief, Declaration, and Signatures****WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**17. Declaration and signature  
of authorized  
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **March 7, 2019**  
MM / DD / YYYY**X /s/ Gerard A. McHale**  
Signature of authorized representative of debtor  
  
Title **Chief Restructuring Officer****Gerard A. McHale**  
Printed name**18. Signature of attorney****X /s/ Paul Steven Singerman**  
Signature of attorney for debtorDate **March 7, 2019**  
MM / DD / YYYY**Paul Steven Singerman 378860**  
Printed name**Berger Singerman LLP**  
Firm name**1450 Brickell Avenue  
Suite 1900  
Miami, FL 33131**

Number, Street, City, State &amp; ZIP Code

Contact phone **305-755-9500**Email address **singerman@bergersingerman.com****378860 FL**

Bar number and State

**United States Bankruptcy Court  
Middle District of Florida**

In re **Just One More Restaurant Corp.**

Debtor(s)

Case No.

Chapter

**11**

**VERIFICATION OF CREDITOR MATRIX**

I, the Chief Restructuring Officer of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: **March 7, 2019**

**/s/ Gerard A. McHale**

**Gerard A. McHale/Chief Restructuring Officer**

Signer/Title

Adam L. Shiff, Esq.  
Kasowitz Benson Torres LLP  
1633 Broadway  
New York, NY 10019

Chicago Palm, Inc.  
c/o The Palm Chicago  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

Gary Ganzi  
74 Valleyfield Street  
Lexington, MA 02421

Alan Levine, Esq.  
Cooley LLP  
1114 Avenue of the Americas  
46th Floor  
New York, NY 10036

Claire Breen  
7 Ryan Street  
Syosset, NY 11791

Hoteles Presidente, S.A.  
Campos Eliseos 218 - 11th Fl  
Polanco, CP 11560  
Mexico

Atlanta Palm Food Corp.  
c/o The Palm Atlanta  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

Cooley LLP  
Attn: Alan Levine, Esq.  
1114 Avenue of the Americas  
16th Floor  
New York, NY 10036

Ian Shapiro, Esq.  
Cooley LLP  
1114 Avenue of the Americas  
New York, NY 10036

Atlantic City Palm, LLC  
c/o The Palm Atlantic City  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

Coral Gables Palm Restaurant  
4425 Ponce de Leon Blvd.  
Ste. 140  
Miami, FL 33146

Just One More Holding Corp.  
8955 Fontana Del Sol Way  
2nd Floor  
Naples, FL 34109

Bank of America, N.A.  
P.O. Box 448  
Location Code SC3-240-03-05  
Columbia, SC 29202

Corporate Creations  
11380 Prosperity Farms Road  
#221E  
Palm Beach Gardens, FL 33410

LA Downtown Palm, LLC  
c/o The Palm Los Angeles  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

Bank of America, N.A.  
P.O. Box 448  
Location Code SC3-240-03-05  
Columbia, SC 29202

David S. Rosner, Esq.  
Kasowitz Benson Torres LLP  
1633 Broadway  
New York, NY 10019

Los Angeles Palm, Inc.  
c/o The Los Angeles Palm  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

Boston Palm Corporation  
c/o The Palm Boston  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

Denver Palm Corporation  
c/o The Palm Denver  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

Manhattan Mini Storage  
543 W. 43rd Street  
New York, NY 10036

Bruce E. Bozzi, Sr.  
2161 Gulf of Mexico Drive  
Apt. 3B-1  
Longboat Key, FL 34228

Estate of Charles Cook  
c/o Meridith Shields  
58 Bluestone Court  
Kingston, NY 12401

Miami Palm Restaurant Inc.  
c/o The Palm Miami  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

Charlotte Palm Corporation  
c/o The Palm Charlotte  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

Frederic S. Newman, Esq.  
Hoguet Newman Regal & Kenney  
10 East 40th Street  
35th Floor  
New York, NY 10016

Nashville Palm Restaurant LL  
c/o The Palm Nashville  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

Northbrook Palm, LLC  
2000 Northbrook Court  
Northbrook, IL 60062

Palm Restaurant of Las Vegas  
c/o The Palm Las Vegas  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

Robert A. Schatzman, Esq.  
GrayRobinson P.A.  
333 S.E. 2nd Ave., Ste. 3200  
Miami, FL 33131

NY Department of Finance  
P.O. Box 3933  
New York, NY 10008

Palm Restaurant of Philadelp  
c/o The Palm Philadelphia  
1730 Rhode Island Ave., N.W.  
Washington, DC 20036

San Antonio Palm Restaurant  
c/o The Palm San Antonio  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

NYD Dept. of Health and  
Mental Division of Permits  
Church Street Station  
P.O. Box 4081  
New York, NY 10261

Palm Restaurant Puerto Rico  
c/o The San Juan Palm Restau  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

San Diego Palm, LLC  
c/o The San Diego Palm Resta  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

NYS Department of Taxation  
and Finance  
WA Harrington Campus  
Albany, NY 12227

Palm Restaurant, Inc.  
c/o The Palm Too  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

Steven J. Solomon, Esq.  
GrayRobinson P.A.  
333 S.E. 2nd Ave., Ste. 3200  
Miami, FL 33131

Palm Beverly Hills  
Restaurant, LLC  
1730 Rhode Island Ave., N.W.  
Suite 900  
Washington, DC 20036

Palm Troy Company, LLC  
c/o The Troy Palm Restaurant  
5600 Crooks Road  
Troy, MI 48098

Tampa Palm Restaurant, LLC  
c/o The Tampa Palm Restaura  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

Palm Management Corporation  
1730 Rhode Island Ave., N.W.  
Ste. 900  
Washington, DC 20036

Palm Tysons Too, Inc.  
c/o The Palm Tysons Corner  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

The Dallas Palm Restaurant  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

Palm New York Downtown LLC  
c/o The Palm Tribeca  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

Palm West Corporation  
c/o The Palm West Side  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

The Washington Palm, Inc.  
c/o The Palm Washington DC  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

Palm Orlando Corporation  
c/o The Palm Orlando  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

PMC d/b/a Hedges Inn  
c/o the James Lane Cafe Rest  
73 James Lane  
East Hampton, NY 11937

Walter J. Ganzi, Jr.  
8171 Bay Colony Drive  
Apt. 1902  
Naples, FL 34108

Palm Restaurant of Houston  
c/o The Palm Houston  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

PMC d/b/a Huntting Inn  
c/o The Palm East Hampton  
1730 Rhode Island Ave., N.W.  
#900  
Washington, DC 20036

EXECUTION VERSION

MINUTES OF SPECIAL MEETING  
OF  
BOARD OF DIRECTORS  
OF  
JUST ONE MORE RESTAURANT CORP.,  
a New York corporation

A special meeting (the "Meeting") of the Board of Directors (the "Board") of Just One More Restaurant Corp., a New York corporation (the "Company"), commenced at 1:00 p.m. on March 6, 2019 at the executive offices of the Company located at 8955 Fontana Del Sol Way, 2nd Floor, Naples, Florida 34109, pursuant to notice duly given. Each member of the Board has also waived any and all notice requirements in connection with the resolutions unanimously adopted herein.

Present at the meeting were Bruce E. Bozzi, Sr. and Walter J. Ganzi, Jr., being all of the members of the Board. Also present on conference telephone call were Paul Steven Singerman and Christopher Andrew Jarvinen of Berger Singerman LLP and in person was Gerard McHale of McHale, P.A. Bruce E. Bozzi, Sr. acted as the Secretary of the Meeting.

**1. Chapter 11 Case.**

As the first order of business, the Board considered the Company's filing of a Chapter 11 bankruptcy case. After discussion, the Board made the following findings and adopted the following resolutions:

WHEREAS, the CRO of the Company has recommended to the Board that the Company file a Chapter 11 bankruptcy case, and:

WHEREAS, the Board has determined that it is in the best interests of the Company and its constituencies to authorize and empower the CRO of the Company to file a Chapter 11 bankruptcy case on behalf of the Company, it is therefore;

RESOLVED, that the Board hereby approves and ratifies the recommendation to file a voluntary petition for relief under Chapter 11 of the United States Bankruptcy Code on behalf of the Company in the United States Bankruptcy Court for the Middle District of Florida (the "Chapter 11 Case") and authorizes the CRO (as defined below) to execute and deliver any and all documents required by, necessary or appropriate to, the filing and administration of the Chapter 11 Case (collectively, the "Chapter 11 Documents"); and it is further

RESOLVED, that the Board hereby approves and ratifies the employment by the Company of the law firm of Berger Singerman LLP as bankruptcy counsel to the Company; and it is further

RESOLVED, that the Board hereby approves and ratifies the engagement by the Company of McHale, P.A., including Jerry McHale, as the Company's Chief Restructuring Officer (the "CRO") in connection with the Chapter 11 Case and the agreement with respect to such engagement between



the Company and the CRO dated February 21, 2019 (the "CRO Engagement Letter Agreement"); and it is further

RESOLVED, that the Board hereby authorizes the CRO to take all steps and actions necessary as set forth in CRO Engagement Letter Agreement, including but not limited to, causing the Company to file the Chapter 11 Documents and initiate and pursue the Chapter 11 Case. The CRO Engagement Letter Agreement will be attached as an exhibit to the application to be filed in the United States Bankruptcy Court for the Middle District of Florida seeking authorization to retain the CRO for the Company in the Chapter 11 bankruptcy case.

**2. General Authorization and Ratification.**

IT IS FURTHER RESOLVED, that the Board hereby authorizes and directs the Chief Executive Officer, the President, the Treasurer, the Secretary or any of the directors of the Company to execute and deliver, on behalf of the Company, (i) a letter of engagement with Berger Singerman LLP, and (ii) the CRO Engagement Letter Agreement, and (iii) any other professional engagement letter; and it is further

RESOLVED, that the Board hereby authorizes and directs the CRO or the President or any of the directors to prepare and execute, and the Secretary or any Assistant Secretary be and each hereby is authorized to attest to (i) all Chapter 11 Documents, and (ii) all documents, certificates and instruments required by, referenced or described in, or related to, the Chapter 11 Case; and it is further

RESOLVED, that the CRO is hereby authorized to, subject to the terms of the CRO Engagement Letter Agreement, and to cause the CRO or any proper director or officer of the Company to, execute and deliver the Chapter 11 Documents in the name and on behalf of the Company and otherwise to take all actions (including, without limitation, (i) negotiation, execution, delivery, and filing of any agreements, certificates, or other instruments or documents, (ii) the payment of any consideration, and (iii) the payment of expenses and taxes as the CRO may deem necessary, appropriate, or advisable (such acts to be conclusive evidence that the CRO deemed the same to be necessary, appropriate, or advisable) in order to commence and administer the Chapter 11 Case, and all acts of the CRO or any proper officer of the Company taken pursuant to the authority granted herein, or having occurred prior to the date hereof in order to effect such transactions, are hereby approved, adopted, ratified, and confirmed in all respects; and it is further

RESOLVED, that the directors or the officers of the Company, the CRO, and counsel for the Company be, and they hereby are, authorized and directed to take all such further actions and execute and deliver all such further instruments and documents in the name and on behalf of the Company under its corporate seal or otherwise and to incur and pay such expenses as in his or their judgment shall be necessary, proper or advisable in order to fully carry out the intent and accomplish the purposes of each of the foregoing resolutions; and it is further

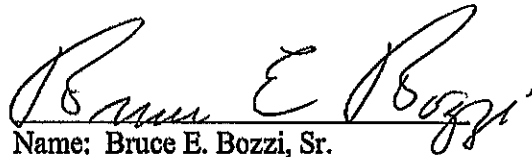
RESOLVED, that these resolutions and actions shall be the actions of the Board of Directors of the Company, and the Secretary or any Assistant Secretary or any Treasurer of the Company is

hereby directed to place these Minutes of the Special Meeting of the Board of Directors with the records of the proceedings of the Board.

There being no further matters to come before the Board, the Meeting was adjourned.

Signature on Following Page

Dated: March 6, 2019

A handwritten signature in cursive script, reading "Bruce E. Bozzi, Sr.", written in black ink.

Name: Bruce E. Bozzi, Sr.  
Secretary of the Meeting